

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Fleet Capital Corporation		04/01/2013	CORPORATION: RHODE ISLAND
RECEIVING PARTY DATA			
Name:	Wells Enterprises, Inc.		
Street Address:	1 Blue Bunny Drive		
City:	Le Mars		
State/Country:	IOWA		
Postal Code:	51031		
Entity Type:	CORPORATION: IOWA		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	2114408	CHILL	
Registration Number:	1331109	FROZFRUIT	
Registration Number:	1606621	LEMON CHILL	
Registration Number:	1945098	LEMON CHILL	
CORRESPONDENCE DATA			
Fax Number:	4155911400		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	415-591-1000		
Email:	trademarkssf@winston.com		
Correspondent Name:	Kimberly Eckhart		
Address Line 1:	101 California Street		
Address Line 4:	San Francisco, CALIFORNIA 94111-5894		
ATTORNEY DOCKET NUMBER:	12904.00005		

CH \$115.00 2114408

NAME OF SUBMITTER:	Kimberly Eckhart
Signature:	/Kimberly Eckhart/
Date:	04/03/2013
Total Attachments: 3 source=wells#page1.tif source=wells#page2.tif source=wells#page3.tif	

DECLARATION

I, Erick R. Opsahl, do hereby declare under penalty of perjury, 18 U.S.C. § 1001, that all statements made herein made of my own knowledge are true and all statements made on information and belief are believed to be true.

1. I am the Senior Vice President of Legal Affairs of Wells Enterprises, Inc., an Iowa corporation (“Wells”) and as such have authority to make the statements set forth herein on behalf of Wells.

2. Wells is the owner of the trademarks set forth below (“Marks”):

Mark	U.S. Registration No.	Class: Goods/Services
CHILL	2114408	30: Naturally flavored Italian ice
FROZFRUIT	1331109	30: Frozen Confections Containing Real Fruit
LEMON CHILL	1606621	32: Lemon flavored fruit drinks made with water for consumption on or off the premises
LEMON CHILL	1945098	30: Naturally flavored Italian ice

3. It is my understanding from review of documents filed and recorded with the United States Patent & Trademark Office (“PTO”) that the following facts are relevant to the chain of title of the CHILL and LEMON CHILL marks listed in paragraph 2 above. The applications to register CHILL and LEMON CHILL were originally filed by Moore Enterprises, Inc. On December 10, 1998, Moore Enterprises, Inc. merged with and into The Frozfruit Company as recorded at Reel/Frame 1887/0098. As security for the loan for the purchase price, The Frozfruit Company granted Fleet Capital Corporation a security interest in the CHILL and LEMON CHILL marks: the grant of the security interest is recorded with the PTO at Reel/Frame 1886/0001. On December 22, 2000, The

Frozfruit Company assigned its entire interest in the marks to Chill-Ices Ltd. as recorded with the PTO at Reel/Frame 2523/0457. On August 18, 2004, Wells' Dairy, Inc. purchased, along with other assets, the CHILL and LEMON CHILL marks. The assignment of the marks to Wells' Dairy, Inc. is recorded with the PTO at Reel/Frame 2932/0179. On February 7, 2011, Wells' Dairy, Inc. changed its name to Wells Enterprises, Inc.

4. It is my understanding from review of documents filed and recorded with the PTO that the following facts are relevant to the chain of title of the FROZFRUIT mark listed in paragraph 2 above. The application to register FROZFRUIT was originally filed by the OU Corporation. The OU Corporation changed its name to The Frozfruit Corporation as recorded with the PTO at Reel/Frame 0493/0294 and Reel/Frame 0600/0014. On May 12, 1998, The Frozfruit Corporation assigned its entire interest in the FROZFRUIT mark to The Frozfruit Company as recorded with the PTO at Reel/Frame 1813/0493. The Frozfruit Company granted Fleet Capital Corporation a security interest in the mark: the grant of the security interest is recorded with the PTO at Reel/Frame 1696/0123. On November 15, 2000, The Frozfruit Company assigned its entire interest in the FROZFRUIT mark to Fruit-Ices Corp. as recorded with the PTO at Reel/Frame 2471/0518. On August 18, 2004, Wells' Dairy, Inc. purchased, along with other assets, the FROZFRUIT mark. The assignment of the FROZFRUIT mark to Wells' Dairy, Inc. is recorded with the PTO at Reel/Frame 2932/0179. On February 7, 2011, Wells' Dairy, Inc. changed its name to Wells Enterprises, Inc.

5. As set forth above, pursuant to an Agreement of Sale executed August 18, 2004 with the Fruit-Ices Corp. and Chill Ices Ltd. (the "Sellers"), Wells acquired all right, title,

and interest in the Marks. In the Agreement of Sale, the Sellers represented and warranted that the Marks were “free and clear of all liens, claims and encumbrances.”

6. Despite diligent efforts to confirm the satisfaction of any outstanding debt to Fleet Capital Corporation and procure a formal release from Fleet Capital Corporation, Wells has been unable to do so.

7. Based upon the facts that the security interest granted to Fleet Capital Corporation was granted in 1998, Wells’ predecessors-in-interest made representations and warranties concerning title in 2004, and Fleet Capital Corporation has never contacted Wells regarding payments or outstanding indebtedness, to the best of Wells knowledge, Wells confirms that Fleet Capital Corporation no longer has a valid security interest in the Marks.

8. Wells is therefore filing this declaration as evidence of its belief and understanding that Wells’ predecessors-in-interest paid off their indebtedness to Fleet Bank Corporation such that Fleet Bank Corporation’s security interest in the Marks has been released.

SCAR, SUP

4/1/13
Date